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Approval of the Merger by the Extraordinary General Meeting of Alpha Bank S.A. [13.6.2025]

Alpha Bank S.A. (hereinafter the "**Absorbing Company**" of the "**Bank**"), a 100% subsidiary of Alpha Services and Holdings S.A. (hereinafter the "**Absorbed Company**" or the "**Company**" and together with the Absorbing Company, the "**Merging Companies**") following its resolution dated 7.3.2025 whereby it informed the investors that its Board of Directors and the Board of Directors of the Absorbed Company at their respective meetings held on 27.2.2025 approved the draft merger agreement (hereinafter the "**Draft Merger Agreement**") regarding the proposed merger by absorption of the Absorbed Company into the Absorbing Company (hereinafter the "**Merger**"), announces that on 12.6.2025 the Self-Convened Extraordinary General Meeting of the Bank took place and among others **resolved unanimously on the approval of the below:**

- a. the merger by absorption (in Greek: «Συγχώνευση δι' απορρόφησης») between the Bank, acting as the absorbing entity, and the Company, as the entity being absorbed pursuant to article 16 of Law 2515/1997 as well as articles 7-21 and 140 of Greek law 4601/2019, as in force;
- b. the Merger Documentation related to the Bank, i.e. the Draft Merger Agreement, the Merger Transformation Balance Sheet dated 31.12.2024, the Report of the Bank's Board of Directors on the Draft Merger Agreement and the Report on the verification of the book value of the assets and liabilities of the Absorbing Company.

In the context of the approval of the Merger, the following were also approved: (a) the increase of the share capital of the Bank, due to the Merger, by an amount of EUR 671,385,970.44, through the issuance of 2,315,124,036 new, common, dematerialized, registered, voting shares with a nominal value of EUR 0.29 each; (b) the decrease of the share capital of the Bank, due to the Merger, by an amount of EUR 4,678,199,321.49 through the cancellation of all 51,979,992,461 own shares of the Bank with a nominal value of EUR 0.09 each; as well as the amendment of Article 5 of the Articles of Incorporation of the Bank, in order to reflect the above adjustments to the Bank's share capital due to the Merger.

Following the above, it is noted that the completion of the Merger has already obtained the approval of the competent supervisory authority, i.e. the European Central Bank (acting through the Single Supervisory Mechanism) in accordance with article 16 of L. 2515/1997 and remains subject to obtaining all necessary regulatory authorisations and approvals, including those by the Ministry of Development, as well as the approval of the General Meeting of the Shareholders of the Absorbed Company.

Investors will be informed on the progress of the Merger process in accordance with applicable legislation.

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The new shares of the Absorbing Company have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act") or under any of the applicable securities laws of any state or other jurisdiction of the United States. The new shares of the Absorbing Company may not be offered or sold, directly or indirectly, in or into the United States (as defined in Regulation S under the Securities Act), unless registered under the Securities Act or pursuant to an exemption from the registration requirements of the Securities Act and in compliance with any applicable state securities laws of the United States.